

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>NEW ENTERPRISE ASSOCIATES 13 LP</u>  (Last) (First) (Middle) 1954 GREENSPRING DRIVE SUITE 600  (Street) TIMONIUM MD 21093  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/13/2023	3. Issuer Name and Ticker or Trading Symbol <u>Sagimet Biosciences Inc. [ SGMT ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	37,676	D <sup>(1)</sup>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series B Preferred Stock	(2)	(2)	Common Stock	16,370	(2)	D <sup>(1)</sup>	
Series B-1 Preferred Stock	(2)	(2)	Common Stock	142,977	(2)	D <sup>(1)</sup>	
Series C Preferred Stock	(2)	(2)	Common Stock	142,977	(2)	D <sup>(1)</sup>	
Series D Preferred Stock	(2)	(2)	Common Stock	184,441	(2)	D <sup>(1)</sup>	
Series E Preferred Stock	(2)	(2)	Common Stock	2,993,190	(2)	D <sup>(1)</sup>	
Series F Preferred Stock	(2)	(2)	Common Stock	289,908	(2)	D <sup>(1)</sup>	
Common Stock Warrant (right to buy)	01/23/2014	01/23/2024	Common Stock	13,404	0.7948	D <sup>(1)</sup>	

1. Name and Address of Reporting Person* <u>NEW ENTERPRISE ASSOCIATES 13 LP</u>  (Last) (First) (Middle) 1954 GREENSPRING DRIVE SUITE 600  (Street) TIMONIUM MD 21093  (City) (State) (Zip)
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1. Name and Address of Reporting Person*
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[NEA 13 GP, Ltd](#)

(Last) (First) (Middle)

1954 GREENSPRING DRIVE  
SUITE 600

(Street)

TIMONIUM MD 21093

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[BASKETT FOREST](#)

(Last) (First) (Middle)

1954 GREENSPRING DRIVE  
SUITE 600

(Street)

TIMONIUM MD 21093

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KERINS PATRICK J](#)

(Last) (First) (Middle)

1954 GREENSPRING DRIVE  
SUITE 600

(Street)

TIMONIUM MD 21093

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[SANDELL SCOTT D](#)

(Last) (First) (Middle)

1954 GREENSPRING DRIVE  
SUITE 600

(Street)

TIMONIUM MD 21093

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[NEA Partners 13, Limited Partnership](#)

(Last) (First) (Middle)

1954 GREENSPRING DRIVE  
SUITE 600

(Street)

TIMONIUM MD 21093

(City) (State) (Zip)

**Explanation of Responses:**

1. The securities are directly held by New Enterprise Associates 13, L.P. ("NEA 13") and are indirectly held by NEA Partners 13, L.P. ("NEA Partners 13"), the sole general partner of NEA 13, NEA 13 GP, LTD ("NEA 13 LTD"), the sole general partner of NEA Partners 13 and the individual directors of NEA 13 LTD (NEA Partners 13, NEA 13 LTD and the individual directors of NEA 13 LTD (collectively, the "Directors"), together, the "Indirect Reporting Persons"). The Directors are Forest Baskett, Patrick J. Kerins and Scott D.

Sandell. The Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the securities held by NEA 13 in which the Indirect Reporting Persons have no pecuniary interest.

2. Each share of Series B Preferred Stock, Series B-1 Preferred Stock, Series C Preferred Stock, Series D Preferred Stock, Series E Preferred Stock and Series F Preferred Stock (collectively, the "Preferred Stock") is convertible into Common Stock on a 79.4784-to-one basis (on an adjusted basis, after giving effect to the reverse stock split of the Common Stock effected by the Issuer on July 7, 2023) at the option of the holder, and will convert automatically upon closing of the Issuer's initial public offering into the number of shares shown in column 3. The Preferred Stock has no expiration date.

**Remarks:**

/s/ Louis Citron, attorney-  
in-fact

07/13/2023

\*\* Signature of Reporting  
Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**